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June 27, 2003

**VIA CERTIFIED MAIL/RETURN
RECEIPT REQUESTED
7002 2030 0003 5524 9460**

Jose John Vennat
400 Crooked Hollow
Edmond, Oklahoma 73034

Re: Application for Utility Patent for
DOWNHOLE TURBOMACHINES
FOR HANDLING TWO-PHASE FLOW
Docket No.: P1714US01 (28068-00035)

Dear Jose:

A draft of the utility patent application was previously hand-delivered to you on May 30, 2003 for the above-referenced invention. Please review the draft and provide me with your comments. Enclosed for your review and completion are an original and copy for your file of the following documents also previously delivered to you:

- 1) A Combined Declaration and Power of Attorney; and
- 2) An Assignment of your rights to the above-referenced invention to Wood Group ESP, Inc.

Please complete these documents and send the original documents to me as soon as possible. If you have any questions, please do not hesitate to write or call.

Sincerely,

David M. Sullivan
For the Firm

DMS:ch
Enclosures
cc: Ray Floyd
Phillip L. Free, Jr., Esq.

1246114.1.

THE FIRM
301 KENNEDY BUILDING
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Docket No.
P1714US01

Declaration and Power of Attorney For Patent Application

English Language Declaration

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name,

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled

DOWNHOLE TURBOMACHINES FOR HANDLING TWO-PHASE FLOW

the specification of which

(check one)

is attached hereto.

was filed on 1/1/00 as United States Application No. or PCT International Application Number _____

and was amended on _____
(if applicable)

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose to the United States Patent and Trademark Office all information known to me to be material to patentability as defined in Title 37, Code of Federal Regulations, Section 1.56.

I hereby claim foreign priority benefits under Title 35, United States Code, Section 119(a)-(d) or Section 365(b) of any foreign application(s) for patent or inventor's certificate, or Section 365(a) of any PCT International application which designated at least one country other than the United States, listed below and have also identified below, by checking the box, any foreign application for patent or inventor's certificate or PCT International application having a filing date before that of the application on which priority is claimed.

Prior Foreign Application(s)

Priority Not Claimed

(Number)	(Country)	(Day/Month/Year Filed)	<input type="checkbox"/>
(Number)	(Country)	(Day/Month/Year Filed)	<input type="checkbox"/>
(Number)	(Country)	(Day/Month/Year Filed)	<input type="checkbox"/>

I hereby claim the benefit under 35 U.S.C. Section 119(e) of any United States provisional application(s) listed below:

60/422,648

October 31, 2002

(Application Serial No.)

(Filing Date)

(Application Serial No.)

(Filing Date)

(Application Serial No.)

(Filing Date)

I hereby claim the benefit under 35 U. S. C. Section 120 of any United States application(s), or Section 365(c) of any PCT International application designating the United States, listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States or PCT International application in the manner provided by the first paragraph of 35 U.S.C. Section 112, I acknowledge the duty to disclose to the United States Patent and Trademark Office all information known to me to be material to patentability as defined in Title 37, C. F. R., Section 1.56 which became available between the filing date of the prior application and the national or PCT International filing date of this application:

(Application Serial No.)

(Filing Date)

(Status)
(patented, pending, abandoned)

(Application Serial No.)

(Filing Date)

(Status)
(patented, pending, abandoned)

(Application Serial No.)

(Filing Date)

(Status)
(patented, pending, abandoned)

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

POWER OF ATTORNEY: As a named inventor, I hereby appoint the following attorney(s) and/or agent(s) to prosecute this application and transact all business in the Patent and Trademark Office connected therewith. (*list name and registration number*)

Phillip L. Free, Jr. (Reg. No. 38,143)

David M. Sullivan (Reg. No. 51,025)

Bruce P. LaBrie (Reg. No. 53,172)

Send Correspondence to: **David M. Sullivan, Esq.**
CROWE & DUNLEVY, P.C.
20 North Broadway, Suite 1800
Oklahoma City, Oklahoma 73102-8273

Direct Telephone Calls to: (*name and telephone number*)

David M. Sullivan (405) 234-3236

Full name of sole or first inventor Jose John Vennat	Date
Sole or first inventor's signature	
Residence 400 Crooked Hollow, Edmond, Oklahoma 73034	
Citizenship U.S.A.	
Post Office Address	

Full name of second inventor, if any	
Second inventor's signature	Date
Residence	
Citizenship	
Post Office Address	

**Assignment of Rights in Invention
(Sole inventor; single assignee)**

Docket No.
P1714US01

Inventor	Residence of Inventor
Jose John Vennat	400 Crooked Hollow Edmond, Oklahoma 73034
Assignee	Residence or Principal Place of Business of Assignee
Wood Group ESP, Inc.	5500 SE 59th Street Oklahoma City, Oklahoma 73135

Whereas, I, the above-identified Inventor, have invented certain new and useful improvements in:

DOWNHOLE TURBOMACHINES FOR HANDLING TWO-PHASE FLOW

(hereinafter referred to as "Invention") for which I am making application for Letters Patent in the United States of America;

And, whereas I desire to assign a 100% undivided interest in said Invention, said application disclosing the Invention and any Letters Patent which may be granted therefor to the above-identified Assignee, and whereas said Assignee is desirous of acquiring the entire right, title and interest in the same;

*Now, this indenture witnesseth, that for the sum of **Ten** dollars (\$ 10.00), and other good and valuable consideration, the receipt whereof is hereby acknowledged;*

I hereby assign, sell and transfer a 100% undivided interest in said invention, said application, including any divisions, continuations, and continuations-in-part thereof, and in and to any and all Letters Patent of the United States, and countries foreign thereto, which may be granted for said Invention, and in and to any and all priority rights, Convention rights, and other benefits accruing or to accrue to me with respect to the filing of applications for patents or securing of patents in the United States and countries foreign thereto, unto said Assignee;

And I hereby authorize and request the Commissioner of Patents and Trademarks to issue said United States Letters Patent to said Assignee, as assignee of the whole right, title and interest thereto;

And I further agree to execute all necessary and lawful future documents, including assignments in favor of Assignee, or its designees as Assignee or its Assignees may from time-to-time present to me in order to perfect title in said Invention, modifications, and improvements in said Invention, applications and Letters Patent of the United States and countries foreign thereto;

**Assignment of Rights in Invention
(Sole inventor; single assignee)**

Docket No.
P1714US01

Inventor	Residence of Inventor
Jose John Vennat	400 Crooked Hollow Edmond, Oklahoma 73034
Assignee	Residence or Principal Place of Business of Assignee
Wood Group ESP, Inc.	5500 SE 59th Street Oklahoma City, Oklahoma 73135

And I further agree to sign and properly execute such necessary and lawful papers for application for foreign patents, for filing divisions, continuations and continuations-in-part of said application for patent, and/or, for obtaining any reissue or reissues of any Letters Patent which may be granted for my aforesaid Invention, as the Assignee thereof shall hereafter require and prepare at its own expense.

Executed this day of , in the year
at

(Signature of Inventor)

State of

County of

Before me personally appeared Jose John Vennat
who acknowledged the foregoing instrument to be a free act and deed and also represented that he or she is authorized to
execute the same this day of , in the year

(Notary Public)